



**Regular Meeting of the Board of Directors
Minutes
August 14, 2019
8:00 – 10:00 a.m.**

MEMBERS PRESENT: Michael Richards, M.D. (Chair)
Martha McGrew, M.D. (Vice-Chair)
Kendall Rogers, M.D.
Steve McLaughlin, M.D.
Chris Pacheco
Robert Schenck, M.D.

MEMBERS ABSENT: Loretta Cordova De Ortega, M.D.
Gary Mlady, M.D.

OFFICERS PRESENT: Donna Sigl (Secretary)
Jill Klar, CEO & COO
Marjorie Goldstein, CFO
Melissa Ivers, D.M.D., ACMO

OFFICERS ABSENT: Robb McLean, M.D., CMO

OTHERS PRESENT: Erica Richards
John Paul Montoya
Jared Udall
Andy Baatz
Alex Rankin, M.D.
Catherine Russell
Scot Sauder
Diana Heider
Debbie Begay
Dina Ortiz
Quinn Mander
Renee Ayala

GUESTS: None

I.	Called To Order and Confirmation of Quorum Chairman Dr. Michael Richards called the meeting to order at 8:05am. A quorum was established at 8:05am.	Action
II.	Opening Comments None	Action
III.	Recognition Jill Klar recognized the following: <ul style="list-style-type: none"> Catherine Russell was recognized for all of her contributions and hard work while she was here at UNM. We wish her well on her new journey to Chicago. 	Action
IV.	Approval of Minutes, Board of Directors Meeting of June 12, 2019 Chairman Michael Richards made a motion to approve the minutes from the June 12, 2019 Board of Directors meeting.	Action Dr. Steve McLaughlin made the motion to approve. Dr. Martha McGrew, 2 nd motion. Motion carried.
V.	Public Comment None.	Action
VI.	Committee & Advisory Group Reports	Action
	A. Finance Committee <u>Finance Committee Meeting Minutes</u> Dr. Martha McGrew presented minutes from the Finance Committee meeting held on August 7, 2019. <u>IDX Huron</u> Jill Klar spoke regarding the IT and Huron project. This is a massive IT upgrade, including operating system conversion and GE/IDX billing engine update. This is the most significant project the Medical Group will undertake within a 10 year timeframe. To be sure our project plan is comprehensive and thorough, we have secured Huron to do a full risk assessment on our	Dr. Michael Richards requested a motion to approve Finance Committee minutes. Dr. Steve McLaughlin made a motion to approve. Dr. Kendall Rogers, 2 nd motion to accept the August 7, 2019 minutes. Motion carried.

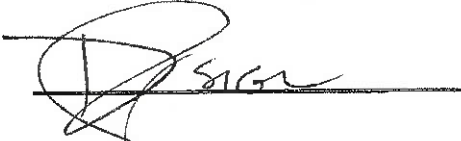
<p>project plan which will cost \$150k. Medical Group has also secured a testing coordinator. Total spend \$187K for assessment & the coordinator. These dollars were not budgeted for FY20. This request has been approved by the Exec Committee and the Finance Committee and is now being brought forward to the Board. This is an essential item.</p> <p><u>Processes for Certain Transactions</u> Ms. Marjorie Goldstein spoke regarding large Locum agreements currently being sent through the Medical Group. These large agreements, under the current authority matrix, would require bringing these to our governance for approval. All of these agreements are being paid by the School of Medicine departments; there is no financial impact to the Medical Group. Medical Group is asking for Board approval. This is an exception to the current authority matrix; going forward we would bring to governance any information regarding large contracts greater than \$1M or contracts where we see potential financial risks. This approach is acceptable from Counsel as long as the Board approves this exception.</p> <p><u>Dean's Discretionary Reserve</u> Ms. Marjorie Goldstein spoke to ensure we have transparency regarding transactions between the Medical Group and the School of Medicine specific to the Dean's Discretionary Reserve. We will develop an exhibit to our Master Services Agreement that provides details for recurring funding and ad hoc funding from this reserve. We would also establish a template or form to secure the appropriate authorizing signatures from the School of Medicine for any ad hoc funding. Dr. Michael Richards commented that the distribution of these funds is consistent with distribution of revenues to the School of Medicine, with the only difference being that these funds will be distributed to the Dean's office rather than distributing to the departments. The Dean will determine the distribution to the departments. This will be advanced to the Board once the actual exhibit is reviewed and approved at the Finance Committee meeting.</p> <p><u>June 2019 Financial Highlights</u> Ms. Marjorie Goldstein reviewed the June 2019 financial highlights and requested Board approval. Medical Group finished the year exceptionally strong and the trend is continuing upward. The work with Huron operational improvement work is having a positive impact. Ms. Goldstein praised JP Montoya and his team for their incredible engagement and improvement opportunities that have been implemented in his area.</p> <p>As of important information received on August 13th, BC/BS is sending \$3.6M reflecting Jan-Mar 2019 of the Medicaid managed care upper payment limit. This is the first cash we are seeing associated with the new UPL.</p> <p><u>Revenue Cycle</u> Huge gains achieved from a charge and collections perspective. Increased transparency with the various departments has occurred. We are working more consistently in this regard, which is positively impacting the trend. Collections have greatly benefitted from the Huron process and RCW tool.</p>	<p>Dr. Michael Richards requested a motion to approve an amendment to the Authority Matrix related to large agreements. Motion made by Dr. Martha McGrew and 2nd by Dr. Steve McLaughlin. Motion carried.</p> <p>Dr. Michael Richards requested a motion to approve the June 2019 Financial Highlights. Motion made by Dr. Martha McGrew and 2nd by Dr. Steve McLaughlin. Motion carried.</p>
<p>B. Operations Committee Report Dr. Steve McLaughlin requested Board approval of minutes from the Operations Committee meeting held on June 19, 2019.</p>	<p>Dr. Michael Richards requested a motion to</p>

	<p>Dr. McLaughlin recognized Dr. Gary Cuttrell & his team for doing a deep dive into dental medicine, specifically their operations and financial model. Also discussed the patient experience in dealing with revenue cycle as a result of their visits. Working with JP Montoya and his team on metrics for measuring process improvement in this regard that Dr. McLaughlin would like to present to the Board at a future meeting.</p>	<p>approve the June 19th meeting minutes. Motion made by Dr. Robert Schenck and 2nd by Dr. Martha McGrew. Motion carried.</p>
	<p>C. Physicians Advisory Group Committee</p> <p>Dr. Alex Rankin reported for PAG. Dr. Rankin provided an update on:</p> <ul style="list-style-type: none"> • PAG team meetings held • White Paper team meetings scheduled and will subsequently be meeting with CEOs to report updates • Membership has keen interest in looking into professionalism • Mission Excellence. 	
<p>VII.</p>	<p>Administrative Reports</p>	<p>Action</p>
	<p>A. Chief Executive Officer Report</p> <p>Ms. Jill Klar presented the CEO Report for acceptance. Ms. Klar provided highlights as follows:</p> <ul style="list-style-type: none"> • FY19 Performance • FY20 – Where we are headed • Medical Group Clinics are 13% (\$1.8M) below budget • Behavioral Health Clinic (BHC) opened on July 1st. Funds have currently not been flowing over to the Medical Group. Remain in discussions with the County to enter into an agreement to retain some funding from the mill levy that will go to SRMC. SRMC will allocate some of this funding to BHC. • Huron performance improvement initiatives • Physician recruitment model • Data alignment and integration initiatives • Primary Care Sandoval County build out • Telehealth – Expansion & Program Sustainability • UNM Team Health growth and expansion – will be developing clinical care programs for the UNM employees 	<p>Dr. Michael Richards requested a motion to accept the CEO Report. Dr. Kendall Rogers made the motion, Dr. Steve McLaughlin 2nd motion. Motion carried.</p>
	<p>B. Chief Medical Officer Report</p> <p>Dr. Melissa Ivers presented in Dr. Robb McLean's absence.</p> <p><u>Recognitions:</u></p> <ul style="list-style-type: none"> • Loretta Doyle, Manager Purchasing & Contracts • Summer Bloise, Director Managed Care Contracts • Dr. Mary Ramos & Beth Muller, P&L Clinics <p><u>Clinic Updates:</u></p> <ul style="list-style-type: none"> • CDD – FY19 saw 395 new patients, a jump from 250 in FY18. These were evaluations for autism spectrum disorder. • BHC – Opened in July. Currently recruiting a psych APP. • Truman – Expanded to Suite A. • CRH – Hired one new RN. RN staffing is now complete. • CFL – Some current transitions. Lots of hiring opportunities. 	<p>Dr. Michael Richards requested a motion to approve the CMO Report and the eight Policies & Procedures. Dr. Martha McGrew made the motion and Dr. Kendall Rogers 2nd the</p>

	<ul style="list-style-type: none"> • Athletics – We are budget neutral for this year. No losses. • Locums – Recruiting new providers & sites. • Dental – Passed their CODA Accreditation <p>AAAHC Update – Consultant on sight in June. Assessment conducted in preparation for our site visit in June 2020. Recommendations very positive.</p> <p>Quality Work Dashboard – Only two clinics (CDD & Dental ASC) did not meet the patient satisfaction goal of 50% due to N being so small.</p> <p>Policies & Procedures - Dr. Ivers requested Board approval for policy 11103 through Consent for Sterilization Forms. Eight total policies.</p> <p>P&Ls – Finance & Operations created provider productivity reports to track RVUs, collections, salary liabilities, patients per session, number of sessions to assess operations, transparency & accountability.</p>	<p>motion. Motion carried.</p>
	<p>C. Board Chairman Report</p> <p>Board By-Laws & Updating of Director terms. Ms. Jill Klar stated these changes are tentatively scheduled to be taken to the Regents in October. Catherine Russell communicated and clarified step-by-step changes to the Board By-Laws. Both red-lined and revised copies were provided. Additionally communicated is the proposed changes to Board terms.</p> <p>Ms. Klar is also recommending adding an additional community member to support our strategic community partnerships.</p>	<p>Dr. Michael Richards requested a motion to approve the resolution of amending the by-laws. Chris Pacheco made the motion and Dr. Kendall Rogers 2nd the motion. Unanimous approval reached.</p> <p>Dr. Michael Richard requested motion to acknowledge receipt of the new membership table. Dr. Martha McGrew made a motion and Chris Pacheco 2nd motion. Motion carried.</p>
VIII	Vote to go into Executive Session	Action
	<p>Chairman Richards called for a motion to close the Open Session and convene in Executive Session.</p>	<p>Dr. Martha McGrew made the motion to approve. Dr.</p>

		Steve McLaughlin, 2 nd motion. Motion carried.
IX.	Vote to Reconvene in Open Session	Action
	Chairman Richards called for a motion to reconvene the Open Session of the Board meeting. It was noted for the minutes that the Board reviewed, accepted and approved only those matters described in section 15.0 were discussed in Executive Session. If necessary, final action will be brought to those matters will be taken in Open Session.	Dr. Martha McGrew made the motion to approve. Dr. Steve McLaughlin, 2 nd motion. Motion carried.
X.	Meeting Adjourned	Action
	There being no further business. Chairman Michael Richards asked for a motion to adjourn the Regular Session of the Board of Directors at 10:03 am.	Dr. Martha McGrew made the motion to approve. Chris Pacheco, 2 nd motion. Motion carried.

Dr. Donna Sigl, Secretary



Dina Ortiz, Scribe

